

THE COMPANIES ACT, 1956  
COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION  
OF  
DHARTI PROTEINS LIMITED

- \*\*I. The name of the company is "DHARTI PROTEINS LIMITED".
- II. The Registered office of the company will be situated in the State of Gujarat.
- III. The objects for which the Company is established are :

**[A] THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY IT ON ITS INCORPORATION ARE :**

1. To finance, lease and hire purchase operation of all kinds, purchasing, selling, financing all kinds of plants and machinery and equipments that the Company may think fit and deferred payments or similar transactions and to subsidise, finance or assist in subsidising or financing the sale and maintenance of any goods, articles or commodities of all and every kind and description upon any terms and whatsoever and to finance the purchase of immovable and movable property including lands and buildings, plant and machinery, equipment, components, commodities, ships, air-craft, automobiles, computers and all durable and non-durable consumer, commercial and industrial items or rights.
2. To advance, deposit or lend money, securities and properties to or with any company, body corporate, firm, person or association whether falling under the same management or otherwise, in accordance with or without security and on such terms as may be determined from time to time. However the Company shall not carry on the business of Banking as defined under the Banking Regulation Act, 1949.
- \* 3. To manufacture, process, extract, refine, produce, blend and prepare for the market, store, buy, sell, transport, export, import and to deal in all kinds of oils including, edible oil, vegetable oil, hydrogenated oil, refined, bleached and/or de-odorised oils retting to the manufacture and preparations of oils and allied products and saponaceous substances, unguent and ingredients.
- \* 4. To carry on the business of seeds crushers by all mechanical and chemical process for the expansion and/or extraction of oil from oil seeds for refining solvent extraction and hydrogenating the same to manufacture of all kinds of oils from linseeds, cottonseeds, groundnut, soybean, sunflower, reseed husk and rice bran and other oil cakes, extracts by crushing, chemical processed oil refiners.
- \* 5. To run oil mills, and plants/refinery for the purpose of filtering, removing the free fatty acids by bleaching, deodorizing and purifying the oils, storing, giving preliminary treatment, cleaning, decorticating, disintegrating, grinding the oil seeds, cooking the meal, moulding, pressing, recovering the oil from oil seeds, hydrogenation of the oils, manufacturing vanaspati, bakery, shorting and vegetable fats therefrom.

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\* Inserted vide Special Resolution Passed on 30-06-1998.

\*\* The name of the Company changed vide Special Resolution passed on 30-06-2011

**[B] OBJECTS -INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE**

1. To borrow any sum or advance any money or to deposit it or cause to be deposited any money or lend money to such person on such terms as may be expedient except banking business as defined under Banking Regulation Act, of 1949.
2. To finance whether by way of making loans and advances to or subscribing to the capital of private industrial Enterprise except banking Business as defined under Banking Regulation Act of 1949.
3. To raise or borrow money from time to time for any of the purposes of the Company by receiving advances of any sum or sums of money with or without security upon such terms as the Directors may deem expedient and in particular by taking deposits from or open accounts current with any individual or firms including the agent of the Company or any bankerhankers (whether or without giving the security) or by mortgaging or selling or receiving advance on the sale of any lands, building, machinery, goods or other property of the Company or by the issue of the debentures or debenture-stock, perpetual or otherwise, charged upon all or any of the Company properties (both present and future) including its uncalled capital or by such other means as the Directors may in their absolute discretion deem expedient.
4. Subject to the provisions of Section 58 A of the Companies Act 1956 and rules framed thereunder and directions of Reserve Bank of India, to borrow or raise or secure the payment of money or to receive money and deposit as time deposit or otherwise at interest for any purpose of the Company and at such time or times and in such manner as may be thought fit and in particular by the creation and issue of debentures or debenture-stock, bonds, shares credited as fully or partly paid-up, obligations, mortgages, charges and securities of all kinds, either perpetual or otherwise, either redeemable annuities and in and as and by way of securities for any such money so borrowed, raised or received or of any such debentures or debenture-stock, bonds, obligations, mortgages, charges and securities of all kinds, other so issued to mortgage, pledge or charge the undertaking or whole or any part of the property rights, assets or revenue and profits of the Company present or future, including its uncalled capital or otherwise howsoever by trust and special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders powers as may seem expedient and to purchase, redeem or pay off any such securities. The Company shall not carry on business of Banking as defined by the Banking Regulation Act, 1949.
5. To advance, deposit or lend money securities and property to or with such persons and on such terms as may seem expedient and to draw, make, accept, endorse discount, buy, sell and deal in bills of exchange bills of lading, promissary notes, warrants, coupons and other negotiable or transferable securities or documents.
6. To enter into partnership or into any arrangement for sharing profits, union of interest, reciprocal concession or co-operation with any person or company and to promote and aid in promoting, constitute, form or organise any company (partnership of any kind), for the purpose of acquiring and undertaking any property and liabilities of this Company or of advancing directly or indirectly, the objects thereof or for any other purpose which the Company may think expedient.
7. To establish Companies and associations for the prosecution or execution of undertakings, works, projects or enterprises of any description, whether of a private or public character and to acquire, underwrite and dispose of shares and interests in such companies or associations or in any other company or associations or in the undertaking thereof.
8. To guarantee the payment of money secured by or payable under or in respect of bonds, debentures, debenture-stock, contracts, mortgages, charges, obligations and other securities of any company or of any authority, supreme, municipal, local or otherwise, of any persons, whomsoever, whether incorporated or not incorporated.
9. To enter into contract, agreements and arrangements with any other company, firm or person for the carrying out by such other company, firm or person on behalf of the Company of the objects for which the Company is formed.

10. To appoint Directors or managers of any subsidiary company or of any other company in which this Company is or may be interested.
11. To take part in the management, supervision and control of or otherwise become interested in and appoint and remunerate any Directors, trustees, accountants or other experts or agents for such business operations.
12. To purchase, take on lease or in exchange, hire or otherwise acquire any immovable or movable property and any rights or privileges which the Company may think necessary or convenient for the purpose of its business and in particular any land, buildings, easement, machinery, plant and stock-in-trade and either of retain any property so acquired for the purposes for the Company's business or to turn the same to account as may seem expedient.
13. To construct, improve, maintain, develop, work, manage, carry out or control any buildings, offices, factories, works, mills, machinery, engines, roads, ways, bridge, wells, reservoirs, watercourses, wharves, warehouses, electric works, shops, stores, chawls and other buildings for housing employees, workers and others and convenience which may seem calculated directly or indirectly to advance the Company's interests and to contribute to, subsidise or otherwise assist to take part in the construction, improvement, maintenance, development working, management, carrying out or control thereof.
14. To sell, lease, mortgage, grant, licences, easements and other rights over and in any other manner deal with or dispose of the undertaking, property, assets, rights and effects of the Company or any part thereof, for such consideration as the Company may think fit and in particular for shares, debentures or securities of any other company whether or not having objects altogether or in part similar to those of the Company.
15. To acquire and undertake the whole or any part of the business, property and liabilities of any person, firm or company carrying on or proposing to carry on any business which the Company is authorised to carry on or possessed of property suitable for the purpose of this Company or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.
16. To amalgamate, enter into partnership or into any arrangement for sharing profits or losses, union of Interest, co-operation joint venture or reciprocal concession or for limiting competition with any person or company carrying on or engage in or about to carry on or engage in, any business or transaction which the Company is authorised to carry on or engage in or which can be carried on in conjunction, therewith or which is capable of being conducted so as directly or indirectly to benefit the Company and to give or accept by way of consideration for any of the acts or things aforesaid or property acquired in any shares, debentures, debenture-stock or securities that may be agreed upon and to hold and retain or sell, mortgage and deal with any shares, debentures, debenture-stock or securities so received.
17. To enter into any arrangement with any Government or authorities, supreme, municipal, local or otherwise or any person or company that may seem conducive to the Company's objects or any of them and to obtain from any such Government, authority, person or company any rights, privileges, charters, contracts, licences and concession which the Company may think fit desirable to obtain and to carry out, exercise and comply therewith.
18. To apply for, promote and obtain any Act, Charter, order, regulation, privilege, concession, licence or authorisation of any Government, State or municipality or any authority or any corporation or any public body which may empowered to grant for enabling the Company to carry any of its objects into effect or for extending any of the powers of the Company or for effecting any modification of the Company's constitution or for any other purpose which may seem expedient and to oppose any bills, proceedings or application which may seem calculated directly or indirectly to prejudice the Company's interests and to appropriate any of the Company's interests and to appropriate any of the Company's shares, debentures or other securities and assets to defray the necessary cost, charges and expenses thereof.

19. To apply for, purchase or otherwise acquire and protect and renew in any part of the world any patents, patent rights, brevets, d'invention, trade-marks, designs, formula, copyrights, licences, concessions and the like, conferring any exclusive or limited right to their use or any secret or other information as to any invention which may seem capable of being used for any of the purpose of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and use, exercise, develop or grant licences in respect of or otherwise, turn to account the property, rights or information so acquired and to expend money in experimenting upon, testing or improving any such patents, inventions or rights.
20. To sell any patent rights or privileges belonging to the Company or which may be acquired by it or any interest in the same and to grant licences for the use and practice of the same or any of them and to let or allow to be used or otherwise deal with any inventions, patents or privileges in which the Company may be interested and to do all such acts and things as may be deemed expedient for turning and account any inventions, patents and privileges in which the Company may be interested.
21. To adopt such means or making known the business activities/products of the Company as may seem expedient and in particular by advertising in the press, by circulars, by purchase and exhibition or works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.
22. To make donations to such persons, institutions and in such cases and either of cash or any other assets as may be thought directly or indirectly conducive to any of the Company's object or otherwise expedient and in particular to remunerate any person or corporation introducing business to this Company and also subscribe, contribute or otherwise assist or guarantee money for, charitable, scientific, religious benevolent, national, public or other institutions or object or for any exhibition or for any public general or other objects.
23. To refer or agree to refer any claim, demand, dispute or any other question, by or against the Company or in which the Company is interested or concerned and whether between the Company and the member or members or his or their representatives or between the Company and third parties, to arbitration in India or at any place outside India and to observe and perform awards made thereon and to do all acts deeds, matters and things necessary or expedient to carry out or enforce the awards.
24. To pay out of the funds of the Company all expenses which the Company may lawfully incur or pay with respect to the promotion, formation and registration of the Company or the issue of its capital including brokerage and commission for obtaining applications for or taking with. place or underwriting or procuring the underwriting of shares, debentures or other securities of the Company.
25. To pay all preliminary expenses of all Company promoted by the Company or any company any in which the Company is or may contemplate being interested, including in such preliminary )any expenses all or any part of the costs and expenses of owners of any business of property )any acquired by any such company.
26. To vest any movable or immovable property, rights or interests acquired by or belonging riate to the Company in any person or company on behalf of or for the benefit of the Company ures and with or without any declared trust in favour of the Company.
27. To contract with lease holders, borrowers, lenders, annuitants and others for the establishment, 3rd accumulation provision and payment of sinking funds, redemption funds, renewal funds, hts, endowment funds and any other special funds and that either in consideration of a lump sum or of an annual premium or otherwise and generally on such terms and conditions as may be arranged.
28. Subject to the provisions of the Companies Act, 1956 to distribute among the members ces in specie any property of the Company or any proceeds of sale or disposal of any property red of the Company in the event of winding up.

29. To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of its branches in the Union of India and in any or all states, territories, possessions, colonies and dependences thereof and in any or all foreign countries and for this purpose to have and maintain and to discontinue such number of offices and agencies therein as may be convenient.
30. To furnish and provide deposits and guarantee funds required in relation to any tender or application for any contract, concessions, decree, enactment, property or privilege or in relation to the carrying out of any contract, concession, decree or enactment.
31. To guarantee the title to or quite enjoyment of property either absolutely or subject to any qualifications or conditions and to guarantee persons interested or about to become interested in any property against any loss, actions, proceedings, claims or demands in respect of any insufficiency or imperfection or deficiency of title or in respect of any incumbrances, burden or outstanding rights.
32. To repair, alter remodel, clean, renovate, convert, manipulate and prepare for resale and resell any goods from time belonging to the Company.

**[C] OTHER OBJECTS :**

1. To establish, provide, maintain and conduct or otherwise subsidise research laboratories, experimental stations, work-shops and libraries for scientific industrial and technical research and experiments, to undertake and carry on scientific, industrial, economic and technical research, surveys and investigations to promote studies, research, investigation and invention, both scientific and technical by providing, subsidising, endowing or assisting laboratories, colleges, universities, workshops, libraries, lectures, meetings, exhibitions and conference and by providing for the remuneration to scientists, scientific or technical professors or teachers and the award of scholarships, grants and prizes to students, research- workers and inventors or otherwise and generally to encourage, promote and reward studies, research, investigations, experiments, tests and inventions of any kind that may be considered likely to assist or benefit directly or indirectly any of the business which the Company is carrying on or authorised to carry on.
2. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of national economy and for discharging social and moral responsibilities of the Company to the public or any section of the public as also any activity likely to promote national welfare or social, economic or moral uplift of the public or any section of the public and in such manner and by such means undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspapers or for organising lectures or seminars likely to advance these objects or for giving merit awards, for giving scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to prosecute their studies or academic pursuits or researches and for establishing, conducting or assisting any Institutions, fund, trust having any one of the aforesaid objects as one of its objects, by giving donations or otherwise in any other manner in order to implement any of the above mentioned purpose or transfer without consideration or at such fair or concessional value and divert the ownership of any property of the Company to or in favour of any Public or Local Body or Authority or Central or State Government or any Public Institutions or Trusts or Funds.
3. To undertake, carry out, promote and sponsor rural development including any programme for promoting the social and economic welfare of or the uplift of the public in any rural area and to incur any expenditure on any programme of rural development and to assist, , execution and promotion thereof either directly or through an independent agency or any other manner. Without prejudice to the generality of the foregoing. "Programme of Rural Development" shall also include any programme for promoting the social and economic welfare of or the uplift of the public in any rural development and that the words 'rural area' shall include such areas as may be regarded as rural areas under the Income Tax Act, 1961 or any other law relating to rural development for the time being in force in order to implement any of the above mentioned objects or purposes transfer without consideration or at such fair concessional value and divest the ownership of any Property of the Company to or in favour of any public or Local Body or authority or Central or state Government or any Public Institution or Trusts.

4. To carry on the business as chemists, importers and manufacturers of and dealers in pharmaceutical, industrial preparations and articles, compounds, cements, dyeware and paint and of colour grinders, makers of and dealers in proprietary articles of all kinds of electrical, chemical, photographic, surgical and scientific apparatus and materials.
5. To plant, grow, produce and raise, purchase, sell, repurchase and resell, deal in or to turn to account or otherwise dispose of sugarcane sugarbeets and other plants, uses in the cultivation or manufacture of sugar and to deal in every way possible in sugar and all products made of or with sugar and all by-products thereof.
6. To carry on business as importers, exporters, buyers, and sellers of and merchants and dealers in, merchandises, goods, materials and machinery of all kinds, of spare parts, accessories and equipments, in connection with the above objects of the Company.
7. Generally to carry on and transact every kind of guarantee and indemnity business and to undertake, obligations of every kind and description and also to undertake and execute trusts of all kinds.
8. To cultivate any estates, lands and properties and grow thereon tea, coffee, cardamons, cereals, garden and to carry on the business of general planters, growers, curers, manufacturers, farmers, garden and merchants and to prepare, process, manufacture and render marketable the products and products of any estates, lands or properties of the Company and to turn such produce, products, estates, land and or properties to account.
9. To carry on business as financiers, generally and in particular as financiers of agriculture and concessionaries and to undertake, which may be capable of being conveniently carried on in connection with any of these objects or calculated directly or indirectly, to enhance the value of or facilitate the realisation of or render profitable, any of the Company's property or rights.
10. To undertake the office of trustees, receiver, executor, administrator, committee, attorney, delegate, substitute and any other office or situation of trust or confidence of or for any person or persons, company, corporation, Government state, colony, province, dominion, sovereign, authority, supreme, municipal local or otherwise.
11. To purchase for investment or resale and to traffic in land and house and other property of any tenure and any interest therein and to create, sell and deal in freehold and leasehold ground rents and to make advances upon the security of land of house or other property or any interest therein and generally to deal in, traffic by way of sale, lease, exchange or otherwise with land and house property and any other property whether real or personal.
12. To carry on the business of consultants and advisors to individuals, bodies corporate, societies, undertakings, institutions, associations, Government, local authorities and other relating to the administration, organisation and management of industry and business and generally to carry on the business of industrial and business consultants.
13. To carry on the business of consultants and advisors on all systems and processes relating to production, storage, marketing and sale of goods and/or relating to rendering of services.
14. To act as experts and valuers of annuities, endowments, survivorship, immediate, deferred, determinable contingent or reversionary and other estate rights or interests and to carry on the business of valuers generally.
15. To carry on business as market research consultants, business transfer agents valuers and estate agents and to act as intermediates in the introduction of sellers, purchasers, partners and employees.
16. To act as issues house, registrar or transfer agent and liaison and to undertake accountancy, clerical or similar work.

17. To carry on business as assessors, appraisers, surveyors, actuaries valuers and brokers in respect of all classes of property, both real and personal and to take stock and property inventories.
18. To carry on the business of travel agents, tourist agents and contractors, cable and telegraph companies, agents, forwarding and general agents, aircraft and ship owners and characters agents, for operators of air, sea, land or inland waterway carriage undertakings, road transport owners and hirers, hotel, apartment and lodging housekeepers, caterers and storekeepers, promoters and managers of clubs and societies (travelling, social, educational or otherwise) publishers of books, periodicals and newspaper sellers, foreign correspondents and advertising agents and generally to facilitate travelling and to provide for tourist and travellers or promote the provision of facilities of every description and in particular by means of the bookings of travel tickets and accomodation and hotel and lodging accommodation, providing guides, safe deposits, inquiry bureau and baggage transport and arranging and operating tours.
19. To transact and carry on all kinds of agency business and in particular to collect rents and debts and to negotiate loans, to find, investments and to issue and place, shares, stocks, debentures, debenture-stock or other securities.
20. To act as merchant bankers and agents for the investment, loan, payments, transmission and collection of money and for the purchase, sale and improvement, development and management of property Including business concerns and undertakings and to handle the business of portfolio management, consultation for Investment to any persons residing in India or abroad and to hold Power of Attorney on behalf of any such persons to carry on all acts and deeds in connection with investment and generally to transact and undertake all kinds of agency business, whether in respect of agricultural, commercial or financial matters.
21. To carry on business as wharfingers, ship, barge and boat proprietors, tug proprietors, warehouses owners, safe depository proprietors, storage, contractors, warehousemen, lightermen, stevedores, dock and wharf owners, carriers, bauliers, carting contractors and agents, packers, railway, shipping, clearing, forwarding and transporting agents, insurance agents, coach and lorry proprietors, garage proprietors, general storekeepers and auctioneers.
22. To crush, win, get, quarry, smelt, calcine, refine, dress, amalgamate; manipulate and prepare for market, ore, metal and mineral substance of all kinds and. to carry on any other metallurgical operations.
23. To buy, sell, manufacture and deal in minerals, plants, machinery, implements, conveniences, provisions and things capable of being used in connection with metallurgical operations or required by workmen and others employed by the Company.
24. To purchase, take on lease ,or otherwise acquire, (either with or without surface) any coal mines, iron mines and other mines, mining ground and minerals and any mining rights, grants, concessions and easements and any lands and hereditament or other property necessary or convenient for the advantageous possession and use of the mines or work for the time being owned or worked by the Company or any interest therein respectively and to search for, get make merchantable and sell and dispose of coal, iron, stone and other ores, metals and minerals and substances of the earth whatsoever.
25. To carry on all or any of the business of prospecting, exploring, mining, winning, importing, exporting, dealing, processing, buying, selling and distributing and generally dealings in earth and ore of all kinds including iron ore, ferro-manganese, china clay, quartz, silica, abrasive, minerals, aluminium, minerals, anhydrite antimony, minerals, acquamarine, asbestos barium minerals, bauxite, flourspars and others.
26. To establish, maintain and operate, air, shipping or road transport services (public and private) and all ancillary services and for this purpose as independent undertakings, to purchase, take in exchange, charter, hire, build, construct or otherwise acquire and to own, manage and trade with steam sailing, motor, aircraft and other ships, trawlers, drifters, tugs and vessles, motor and other

vehicles, with all necessary and convenient equipment, engines, tackle, gear furniture and stores or in shares or interests in ships, vessels, motor and other vehicles, including ships, stocks or securities of companies possessed of or interested in any ships or vehicles or to maintain, repair, fit or refit, improve, insure, alter, lodge, sell, exchange or let out on hire or hire purchase or charter or otherwise deal with or dispose of any of the ships, vessels and vehicle, share stocks. and securities or any of the engines, tackle, gear, furniture, equipment and stores.

27. To carry on the trade or business of iron-masters, iron-founders, iron workers, iron mongers, stocks, brass founders, metallurgists, machinists, steel makers, steel converters, steel workers, tin plate makers, refiners and rollers, blast furnace proprietors, metal and alloy makers, refiners and workers generally colliery proprietors, coke manufacturers, timber merchants, joiner mission and wood workers and as manufacturers, refiners, all types of alloys and ferrous or non-ferrous and ferrous metals and their by-products and their subsidiary and ancillary products and by-products.
28. To buy, sell, import and export, manufacture, fabricate, repair, convert, alter, let on hire and deal in plant; machinery, implements, tools, instruments, accessories and equipment locomotives, wagons, carriages, boilers turbines, engines, ball and roller bearings, telephonic nancial apparatus, dynamos, motors, lamps, meters, batteries, pumps, accumulators, transformers, compressors, cylinders, laboratory equipment and other apparatus and metal goods and generally as machinists, refiners, spinners, turners polishers, metal workers, dye casters and sinkers, oxydlisers, brozers laquerers, enamelwers., galvanfsers. japanners, annealers, platers ;emen, and painters.
29. To carry on the business as architects, designers, draughtsmen, surveyors, valuers, consultants, bneers. experts in consultancy services, engineers, constructional engineers, aeronautical engineers, civil engineers, consulting engineers, mechanical engineers, marine engineers, electrical repare engineers, oilfuel engineers, mining and metallurgical engineers and engineering of every other type of description including the business of builders and contractors.
30. To carry on in all their respective branches or any of the business of builders, masonry and general construction contractors and among other things to construct, execute, carry out, equip, improve, work and advertise, roadways, tram ways, docks, harbours, wharves, canals, watercourses, reservoirs, embarkments, irrigations, reclamations, sewage, drainage and other sanitary works, water, gas, electric and other supply works, houses, buildings coal and erection of every kind.
31. To carry on the business as warehousemen, removers, packers, haulers, transport, cartage k for and haulage contractors and agents, distributors, storekeepers and general providers, and carriers, custom agents, clearing, forwarding, transport and commission agents, wharfingers, carge superintendents, job-masters, mucadams and to receive money, securities, valuables and goods and materials on deposit or for safe custody and to lend or to give guarantee on the security thereof.
32. To carry on the business as manufacturers of and dealers and workers in timber, hardware, ica, steel, iron, metal, terra and cement of any kind, lime, bricks, marbles, tiles, pipes, sanitary and household fittings, builders and decorators, plant, material, (including packing material) and requisites and fittings and furniture of every descriptions.
33. To carry on the business as manufacturers, producers, processors, importers and exporters of and dealers in pharmaceuticals, medicines, chemicals, fertiliisers, whether mixed or granulated manures, pesticides, insecticides, disinfectants, dyes and dyestuffs, compounds, oils, lubricants, petroleum products, all industrial gases, acetylene, acids alkalies, glues, gums, plasters, paints, pigments, varnishes, organic materials and other intermediate ointments, greases whether cream oriented or grease oriented salves, essences, lotions, extracts, perfumes, cosmetics, soaps, acreasols, provisions and stores.
34. To carry on the trade or business of manufacturers of and dealers in explosives ammunition, fireworks and other explosive products and accessories of all kinds and to whatsoever composition and whether for military, sporting, mining or industrial purposes or for pyrotechnical display or for any other purpose.

35. To carry on the business of manufacturing, acquiring, selling, distributing or otherwise dealing in plastics, plasticides, P.V.C. resins, articles treated by resin or resin solutions, cellulose and celluloid substances, synthetic products and substances and their products and compounds of any description and kind.
36. To carry on the business as manufacturers of all dealers in glass, chinaware property, earthenware, gold and silver plated goods, metal goods, handbags leather, plastic, bakelite and rubber goods and all kinds of bottles, boxes, cartons, receptacles, containers and cases made of cardboard; metal or otherwise.
37. To carry on ail or any of the business of printers, stationers, lithographic printers, photolithographers, chrome-lithographers, engravers, die-sinkers, book-binders, advertising agents.
38. To carry on the business as manufacturers of and dealers in machines, tools and implements required for processing and grinding, camera lenses, optical lenses, electrical and electronic equipment, plant equipment and furnaces required for the manufacture and processing of optical glass and article made of glass.
39. To buy, sell, let on hire, repair, alter and deal in machinery, components, parts, accessories and fittings of all kinds for motors and all articles and things used in or capable of being used in connection with the manufacture, maintenance and working thereof.
40. To carry on the business of a water-works Company in all its branches and sink wells and shafts and to make, build and construct, lay down maintain dams, reservoirs, waterworks, slsterns, culvertes, filter beds, mains and other pipes and appliances and to execute acts necessary or convenient for obtaining, storing, selling, delivering, measuring, distributing and dealing in water.
41. To carry on business as manufacturers of and dealers in manure, fertliiser whether mixer or granulated, paper pulp, paper, glass, glass substitute of any description and kind, bricks, pottery, terracottas, ceramics and sanitary and disinfecting preparations, coke, coal, cement of any type and artificial stones and to carry on business as quarry masters and stone merchants.
42. To carry on the business of waterproofers and manufacturers of rubber, leather, imitation leather, leather cloth, plastic, oil cloth, linoleum, tarpauline, hospital sheeting and surgical bandages.
43. To carry on business of running hotel, restaurant, flight kitchen, cafe, tavern, refreshment room and lodging, house keepers, theatrical agents, box office keepers, concert room proprietors, dramatic and musical publishers and printers, importers and manufacturers of aerated mineral and artificial water and other drinks, purveyors, caterers for public amusements generally coachcab and carriage and motor proprietors, lively stable keepers, coach and motor repairers, garage owners and proprietors, job masters, farmers, dairyman, poulterers, ice merchants, hairdressers, perfumers, chemists, proprietors of clubs, baths, dressing rooms, libraries, ground and instruction of all kinds, tobacco and cigar merchants, agents for railway and shipping companies and carriers, the articat and opera box office proprietors, enterprises and general agents and which can be conveniently carried on in connection therewith.
44. To carry on business as wood timber merchants and manufacturers of and dealers in wood, wood blocks for flooring and other purposes, boxes, windows, doors wood hells and soles, wood letters, wood pulp, wood wool, plywood, masts spare, derricks, sleepers, tool handlers, panelling wood-work, furniture, bricks and wood-workers, materials and suppliers of equipment of all description.
45. To carry on the business as manufacturers of and dealers in typewriting and other carbons, ribbons, inks, paper, stamp pads, typewriting machines, typewriting parts, accessories, requisities and equipments of all kinds, duplicating addressing, calculating, writing and other machineries and appliances, required or used for factory, office, laboratories or otherwise and other shop and office requisites, furniture, fittings appliances and equipments.

46. To carry on the business as proprietors and publishers of newspapers, journals, magazines, books and other literary works and undertakings.
47. To carry on the business as producers of and dealers in food-stuffs, and food products of every description, whether for human, animal or poultry and piggery consumption, milk, butter, cream, cheese, oil, fruits, vegetables, confectionery, sweet-meats, sugar, jams, jellies, pickles and soft drinks.
48. To start, carry on or engage in the business of dairymen, breeders of cattle, sheep, pigs, poultry and other livestock, formers, fruit gardeners and exporters, importers and dealers in all sorts of tinned, canned, bottled, dehydrated, deep frozen or otherwise processed or unprocessed articles of food and soft drink, builders or fabricators, rentiers, proprietors, managers of cold storage plants, cold storage machinery or installations and of any other type of plant, machinery or equipments, freezing or processing all types of food and soft drink.
49. To carry on all or any of the business following namely cottoners and doublers, flax, hemp and jute and wool merchants, wool combers, worsted spinners, woollen spinners, yarn merchants, worsted stuff manufacturers, bleachers and dyers and makers of vitro, bleaching and dyeing materials and chemicals and to grow, prepare, process, manufacture, purchase, comb; spin, knit due and deal in flax, hemp, wool, cotton, silk and all otherfibres, synthetic or otherwise and fibrous substances and to weave or otherwise manufacture, buy and sell and deal in linen cloth and fabrics whether textile, felted, netted or looped.
50. To carry on the business of ready-made or made to measure garments manufacture, dorpers and hosiers, clothiers, dress makers, customers, dress agents, tailors and outfitters generally and as manufacturers of and dealers in tapestry needle tread and all articles of wearing arrire for personal or household use, decoration or ornament.
51. To prepare for market, refine, clean, restore, recondition and otherwise manipulate and deal in and turn to account all refuse, by-products and waste and other materials of all kinds and to recondition the same as may be thought fit.
52. To carry on the business as manufacturers, importers and exporters of and dealers in leather, chamois, leather cloth, hides, skins, shagreen, artificial leather, rubber, silk, cloth linoleum, leather clats, leggings, linings, gloves, purses, boxes, trunks, suitcases, attache cases, travelling cases portamanteau, fancy goods, bags, saddlery, boots and shoes, houses, washers, belting and goods made from all or any of the aforesaid materials and generally to carry on business as tanners, carriers leather dressers, harness makers, whip makers, gilders, cleaners, dyers, revivers, uphoisterers and furniture makers.
53. To carry on the business as manufacturer of and dealers in petro-chemicals and allied substances.
54. To carry on the business as auctioneers, land and estate agents and rent collectors, brokers and valuers and finance brokers in respect of classes of property, both real and personal, to take stock and prepare inventories, to purchase, sell or otherwise deal in real and personal propem and to build upon exploit and develop any land owned by the Company from time to time construct, own, manage and lect auction, rooms, to finance builders and to take part in development and exploitation of any kind of property, to undertake agencies and generally to undertake any business, work or transaction usually undertaken by auctioneers, estate agents or valuers or which might advantageously be carried by them.
55. To carry on the business of mechanical engineers and manufacturers of machinery, tool makers, brass founders, metal workers, boiler makers, smiths, wood workers, builders, painters, metallurgists, water supply engineers, gas makers carriers and merchants and to buy, sell, manufacture, repair, convert, alter, let on hire and deal in machinery, implements, rolling stock and hardware of all kinds.

56. To carry on the business as manufacturers, importers and exporters of and dealers in computer, computer peripherals, telecommunication equipments, electronic house appliances and electronic goods of all kinds.
57. To carry on the business as manufacturers of agricultural implements and other machinery toolmakers, metal workers, boiler makers, millwrights, machinists, smiths, wood workers, builders, painters, metallurgists and water supply engineers.
58. To undertake the custody of merchandise, goods and materials, warehouse and accountancy, clerical or similar work.
59. To carry on the business as insurance brokers and agents in respect of all classes of insurance including marine, fire, accident, burglary, workmen's compensation indemnity and motor.
60. To carry on the business of manufacturers of universal tools, cutters, printing machine chins, belt, sanding machines gauges and service tools and undertake service jobs of other firms or bodies corporate.
61. To sell or dispose of the machinery fibres, materials either on cash or on credit and either for immediate or future delivery and to send the same for sale to any place that may be deemed expedient.
62. To carry on the business as chemical engineers.
63. To carry on the business as manufacturers and dealers in radios, televisions, radio receiving and transmitting sets and their components, parts, wireless apparatus and appliances and other materials, goods, machinery and requisites.
64. To act as agents and brokers or tradesmen and generally to undertake and carry out agency work of any whatsoever and transact all manners of agency work of any kind whatsoever and transact all manners of agency and commission business.
65. To carry on the business of manufacture of and dealers in the form of Aerosol, to undertake production or raw materials and components such as propellants, valves, containers, bottles required for manufacture of Aerosol to undertake such ancillary activities or to procure from the market services for plastic coating of bottles, printing of bottles and cans, internal lacquering of cans or get such services rendered through elsewhere.
66. To carry on the business of manufacturers of and dealers in hirers, repairers, cleaners, stores, warehouses of motor cars, motor cycles, cycle-cars, motors, scooters, cycles, bicycles and carriages, launches, boat and vans and other conveyances of all descriptions (all hereinafter comprised in the term "motor") whether propelled or assisted by means of petrol, spirit, steam, gas, electrical, animal or other power and on engines, chassis bodies used for, in or in connection with motors or in the construction of any truck or surface adopted for their use.
67. Subject to the provisions of law to carry on the business and to act as a merchants, traders, commission agents, importers, exporters wine and provisions merchants, brokers, manufacturers' representatives, contractors, carriers, shipowners, charterers of ship or other vessels, warehousemen, ship and insurance brokers, bankers, forwarding agents in India or elsewhere.
68. To purchase, take on lease or otherwise, acquire, hold and work on any land producing rubber trees or suitable for the planting, cultivation and growth of any concession, rights, powers and privileges over any such lands.
69. To carry on the business as manufacturers of and dealers in anatomical, orthopedic and surgical appliances of all kinds.
70. To carry on the business as bootmakers, staymakers, corset, makers, artificial eye and limb makers, bandage makers, crutch, chair and stretcher makers, carriage makers, ambulance makers, chem-

ists and druggists and providers of all requisites for hospitals, patients and individuals.

71. To carry on the business of cloth, leather, paper and substance proofing in all its branches and to buy, sell, manufacture and deal in cloth, papers, materials, substances, stores, articles, chattles and effects of all kinds as might be required for the carrying out of such business and/or business of proofing against water or other liquid, fluid, bombs, gases, explosives and gunpowder materials of every description, nitroglycerine, dynamite, blasting power or substances or things used for destruction in war or which shall be proof against enemy action and all materials, substances and things required for or incidental to such business as aforesaid.
72. To construct a cinematograph theatre and other buildings and works convenient for the purposes thereof and to manage, maintain and carry on the said theatre and other buildings when so erected or constructed.
73. To carry on the business of proprietors and managers of theatres (cinemas, picture places and concert-halls) and to provide for the production, representation and performance (whether by mechanical means or otherwise), of operas, stage plays, operettas, burlesques, vaudeville revues, ballets, pantomimes, spectacular pieces, promenades and other concerts and other musical and dramatic performance and entertainments.
74. To carry on the business of manufacturers of and dealers in tobacco, cigars, cigarettes, matchlights, pipes required by or which may be convenient to smokers and of snuff grinders and merchants and box merchants.
75. To search, for, win, work, raise, make merchantable, buy, sell or otherwise deal in metals, minerals, oil, gases and fuels whether found in natural state or obtained by processing from other substances and to carry on business relating to the winning, production, working, manufacture and preparation of any materials used in the manufacture of any of the above mentioned items.
76. To carry on in any of the respective branches all or any of the business of quarry proprietors, stone and granite merchants, of dealers and exporters sell and dispose granite stone, other precious or semi-precious stone, coal, minerals and mineral substances and products within or under any property of the Company and to prepare and manufacture cement of any type, paving blocks, tar, macadam, bituminous road materials and all or any other materials, things which the Company may require or which may be useful for carrying on any of the above mentioned business.
77. To carry on the business as colliery and mine proprietors, of merchants, engineers, electricians, metallurgists, metal merchants, machinery merchants, coal of any type, coke and fuel merchants, manufacturing chemists, quarry owners and stone, sand, gravel, lime, cement and fertilizer manufacturers and glass manufacturers, bricks and tile makers, pottery proprietors, metallic residue and by-product dealers, iron mongers and hardware dealers.
78. To carry on any business relating to the winning and working of minerals, the production, manufacture and operation of which may be usefully or conveniently, combine with the engineering or manufacturing business of the Company or any contracts undertaken by the Company and either for the purpose only of such contracts or as an independent business.
79. To purchase, take on lease, exchange or otherwise any land for agriculture, horticulture or otherwise and to sell, give on lease, exchange or otherwise, any land to carry on the business as agriculturists or horticulturists.
80. To purchase any agricultural, horticultural products for resale, prepare for the market, to mix, tin pack or otherwise and to sell any agricultural product.
81. To carry on all or any of the business of dairymen as dealers in and producer of dairy farm and garden produce of all kinds, cheese, butter and other milk products manufacturers and as merchants and confectioners and to sell, import, export, prepare, deal and trade in milk, condensed milk, cream, butter, casein, cheese, sugar and table delicacies or other food products.

82. To carry on the business as holding and investment and to purchase, underwrite, invest, acquire, hold, trade and deal in immovable and movable properties, lands, buildings, hereditaments, objects of art, decoration, gems, jewellery, precious stones and materials, mortgages annuities, bonds, obligations, units securities, patents licence, concessions, options, produce, policies, book debts and claims and any interests in immovable and movable property and any claims against such property or against any person or company and to vary all or any of the aforesaid investments and also to invest movable and immovable properties, lands, buildings, hereditaments, gems, jewellery, precious stones and metals and also to carry out the business as brokers and commission agents for deposits and shares business and to carry on and undertake the business of leasing, finance and hire purchase.
83. To purchase, take on lease or otherwise acquire freehold and other lands, mines and mineral properties and also grants, concessions, leases, claims, licences of or other interests in mines, mining rights, lands, mineral properties, water rights and other absolutely or conditionally and either solely or jointly with others.

**Following Object clauses are included vide Special Resolution Passed under Amended Section 17 of the Companies Act, 1956 by the members in their Extra Ordinary General Meeting held on 30th June, 1998.**

84. To carry on the business of manufacturers, importers, assemblers, hirers and repairers of and/ or dealers in and marketing and distribution of computers and computer peripheral, softwares and hardwares, computer parts, data transmission circuit, audio visual equipments and consumer electronics, radio receivers, television receivers, television picture tubes, tape- recorders, record changers, professional and defence electronics, test and measuring instruments, inspection instruments, digital and analytical instruments, electronic environmental and pollution measuring instruments, photocopying machines and other office equipments, electronic desk calculators, scientific calculators and associated instruments, process control systems, industrial electronics, medical electronic equipments, electronic devices, audio record/play back systems, closed circuit T.V., aerospace electronics, geo science electronics, broad casting electronics and for purpose of foregoing but without limiting
85. To carry on the business as refrigerating engineers and lessors of cold storage space, to erect, maintain and operate cold storage depots and to engage in cold storage trade in all its branches.
86. To carry on the business to taking on hire and rent all classes and kinds of plants and machineries, lands and buildings and other properties.
87. To carry on business as laboratory proprietors, breeders, importers and exporters of and dealer; in live or dead plants and animals, to act as agricultural and consulting chemists and research work of any kind.
88. To carry on the business of warehousing in all its aspects in India and elsewhere.
89. To carry on the business of manufacturers and suppliers of all classes, kinds, types, nature and descriptions of engineering goods including but without limiting the generality of the foregoing D.C. variable, speed drive controllers, A.C.D.C. current couplings, meters, counters made of whatever metals and substances.
90. To manufacture, produce, install, commission, operate, prepare, pay, import, buy, sell, supply, distribute or otherwise deal in all energy production and conversion activities in all its forms inclusive of but not restricted to various renewable sources like solar energy, wind energy, all forms of biomass, geothermal energy, hydel energy, tidal and wave energy as also effective and efficient utilization of conventional energy form like coal, oil, gas, electricity and all equipments that may be associated with such energy related activities.
91. To refine, treat and render merchantable and fit for use, natural deposit of salt, brine, natron, soda, potassium nitrates and derivatives.

92. To carry on all kinds of agency business and as buying and selling agents of all articles, things, commodities and products.
93. To carry on the business as consultant in marketing and survey for whatsoever materials and projects for whomsoever.
- IV. The liability of the members is limited.
- V. The Authorised Share Capital of the Company is Rs.11,00,00,000/-(Rupees Eleven Crores Only) divided into 1,10,00,000 (One Crore Ten Lacs Only) Equity Shares of Rs. 10/-(Rupees Ten Only) each.

We, the several persons whose names and addresses are subscribed are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

Sr No.	Names, Addresses, Descriptions and Signature of the subscribers	No. of Equity Shares taken by each Subscriber	Name/s and Signature/s of the Witness/es and their Address/es, Description/s, Occupations
1.	<p><b>Smt. Neela K. Thakkar</b> W/o Shri Kanaiyalal J. Thakkar B/3, Nikita Apartment, Fatehpura, Paldi, <b>Ahmedabad</b></p> <p>Business Sd/-</p>	<p>100 (One Hundred)</p>	<p>Common witness to all</p>
2.	<p><b>Shri Dhuren K. Thakkar</b> S/o Shri Kanaiyalal J. Thakkar B/3, Nikita Apartment, Fatehpura, Paldi, <b>Ahmedabad</b></p> <p>Business Sd/-</p>	<p>100 (One Hundred)</p>	<p><b>Jaydeep B. Acharya</b> S/o Bharatkumar Acharya 8, Uttar Gujarat Modh Modi Samaj Estate Bhupdarpara Road, Ambawadi, <b>Ahmedabad</b></p> <p>Service Sd/-</p>
3.	<p><b>Smt. Monika H. Thakkar</b> W/o Shri Hiteshbhai Thakkar B/3, Nikita Apartment, Fatehpura, Paldi, <b>Ahmedabad</b></p> <p>Business Sd/-</p>	<p>100 (One Hundred)</p>	
Total		<p>300 (Three Hundred)</p>	

Place : **Ahmedabad**

Dated this **26th** day of **May, 1994**